

797000091002

10/22/97

EFFECTIVE DATE

10-22-97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

6:06 PM

((H97000017624 2)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: JOHANN G. RODRIGUEZ

PHONE: (305)672-0686

Luis

FAX #: (305)672-9110

NAME: NATOCER USA CORP.

AUDIT NUMBER.....H97000017624

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
TALLAHASSEE, FLORIDA

97 OCT 23 AM 9:23

B. McKnight OCT 23 1997

H97000017624

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
NATUCER USA CORP.

EFFECTIVE DATE
10-22-97

SECTION 170.01, F.S.
TALLAHASSEE, FLORIDA

97 OCT 23 AM 9:23

FILED

Article II. Address

The mailing address of the Corporation is:
NATUCER USA CORP.
1982 NW 82 Avenue
Miami FL 33126

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Manuel Rubert Andres
Fernando Sos Garcia
Mercedes Villar

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

H97000017624

Copyright © 1993-1997 CC

H97000017624

Article V. Capital Stock

The Corporation shall have the authority to issue 40 shares of common stock, par value \$1,000.00 per share.

Article VI. Incorporator

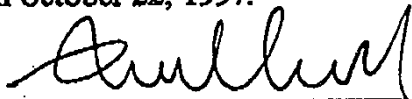
The name and address of the incorporator is:

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 22, 1997.

The undersigned incorporator executed these Articles of Incorporation on October 22, 1997.



JURIS MAGISTER CORPORATE SERVICES

Luis Agramunt, President
by L.A. Uriarte as attorney-in-fact

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

H97000017624

Copyright © 1993-1997 CC

H97000017624

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
NATUCER USA CORP.

REGISTERED AGENT/OFFICE:
Luis Agramunt
80 SW 8th Street, Suite 2077
Miami FL 33130

FILED
97 OCT 23 AM 9:23
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



LUIS AGRAMUNT
by L.A. Uriarte as attorney-in-fact

Date: October 22, 1997

Juris Magister Corporate Services
80 SW 8th Street, Suite 2077
Miami FL 33130
305-373-5802

H97000017624

Copyright © 1993-1997 CC